Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue.

See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses))											
1. Name and Address of Reporting Person * NOONAN PATRICK F				Name and Ticker or T ENTERS INC [BF	~ .	bol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
7501 Wisconsin Avenue, 15th Floor				Earliest Transaction (N	Ionth/Day/	Yea	r)	Officer (give title below) Other (specify below)				
(Street) Bethesda, MD 20814				dment, Date of Origin	al Filed (Mo	nth/D	Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye	2A. Deemed Execution Date, if any (Month/Day/Year	Code (Instr. 8)	Transaction Code (Instr. 8)		d (A) or d of (D) 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Shares					Code	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	Amount	(D)	File	1,056.48	D	
Common Shares										5,500	D	
Common Shares										6,016	I	Wife
Reminder: Report on a se	parate line for each cla	ss of securities ber	neficially owned	directly or indirectly.	form are	e no		ed to	resp	collection of information contained in thi		1474 (9-02)

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2.		3A. Deemed	4.	- 1			6. Date Exerci		7. Title and			9. Number of		11. Nature
Security	Conversion	Date	Execution Date, if	Transact	ion	Derivative		Expiration Dat	te	Underlying	Securities	Derivative	Derivative	Ownership	of Indirect
(Instr. 3)	or Exercise	(Month/Day/Year)	any	Code	- 1	Securities		(Month/Day/Y	ear)	(Instr. 3 and	d 4)	Security	Securities	Form of	Beneficial
	Price of	•	(Month/Day/Year)	(Instr. 8)		Acquired (A)					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					or Dispose	d						Owned	Security:	(Instr. 4)
	Security					of (D)							Following	Direct (D)	
	-					(Instr. 3, 4	,						Reported	or Indirect	
						and 5)							Transaction	(I)	
				a .		(1)		Date Exercisable	Expiration Date	Title	Amount or Number of		(s) (Instr. 4)	(Instr. 4)	
				Code	<u> </u>	(A)	(D)				Shares				
Stock Option	\$25.78							04/26/2004	04/26/2014	Common Stock	2,500		2,500	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

Stock Option	\$33.22				05/06/2005	05/06/2015	Common Stock	2,500		2,500	D	
Phantom Stock ⁽⁴⁾	(1)	07/01/2005	A	188.469	<u>(2)</u>	(2)	Common Stock	188.469	\$36.71	20,970.338	D	

Reporting Owners

Described Ones No. 14 III	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
NOONAN PATRICK F 7501 Wisconsin Avenue 15th Floor Bethesda, MD 20814	X								

Signatures

Scott V. Schneider, by Power of Attorney	07/06/2005
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- **(1)** 1 for 1
- (2) Under the terms of the reporting person's Deferred Fee Agreement, payment of shares of the issuer's common stock commences at such time as the reporting person ceases to be a director of the issuer. Payment will be a lump sum upon termination of directorship.
- (3) Includes 246.463 shares (\$32.4950/share) awarded April 29, 2005 as dividend reinvestments on shares of phantom stock held by the reporting person pursuant to the issuer's Deferred Compensation Plan under its 2004 Stock Plan and shares of phantom stock issued under the issuer's Deferred Compensation and Stock Plan for Directors.
- Pursuant to the issuer's Deferred Compensation Plan under its 2004 Stock Plan and the Deferred Fee Agreement executed by the reporting person, the reporting person has elected to defer receipt of his (4) director's fees, and receive phantom stock, the amount of which is calculated as the quotient of the dollar value of fees deferred, divided by the fair market value of the issuer's shares on the date the phantom stock is received.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.